In an alternative embodiment of the invention, a single rail is provided as part of the center console housing 43 extending between the first and second console housings 42, 44. The at least one accessory module 64 is selectively positionable and removably secured to the single rail in center console housing 43. It is also understood that the number of rails provided in center console housing 43 of overhead assembly 40 can be changed to provide additional structural support to mount the accessory modules 64 or to change the aesthetic appearance of the overhead assembly.

Please replace the paragraph at page 11, line 22, with the paragraph shown below. A marked up version of the amended paragraph is attached to this Amendment.

Referring additionally now to Figure 4-6, the accessory module or pouch 138 of the alternative embodiment of the modular overhead console of the present invention will be discussed in greater detail. Accessory pouch 138 includes a lower surface 152, an upper surface 154, a flap 156 and a storage cavity 158 formed by the upper and lower surfaces 152, 154. Items 160, such as a garage door opener or the like, are stowed in the storage cavity 158. Items 160 are retained in cavity by flap 156, which is releasably secured to the lower surface of accessory pouch 138 by means of a fastener, such as a snap fastener or a hook and loop fastener.

## **In The Claims**

Please replace claim 1-9, 12-14, 16, and 17 as shown below. A marked up version of the amended claims are attached to this Amendment. Please also cancel claim 15 and add new claims 24 - 44 as shown below.

- 1. (Amended) An overhead console assembly and headliner combination for a vehicle comprising:
  - a headlliner including a support member;
  - a first console housing disposed on the structural member of the headliner;

A